

United States District Court
Southern District of New York

-----X

Alpha Capital Anstalt,

Plaintiff,

v.

Order To Show Cause

Oxysure Systems, Inc., Adar Bays LLC,
Union Capital LLC, JSJ Investments, LLC,
Group 10 Holdings, LLC and Macallan
Partners, LLC,

Defendants.

-----X

Upon the annexed affirmation of Konrad Ackermann affirmed under penalties of perjury
on July 10, 2015, upon the Summons and Complaint and all prior pleading and proceedings
heretofore had herein,

Let Defendant Oxysure Systems, Inc. ("Oxysure") show cause before Hon.

in Courtroom at the Courthouse located at 500 Pearl Street, New
York, New York 10007 on the day of July, 2015 at 9:30 A.M. or as soon thereafter as counsel
can be heard why an order pursuant to Fed. R. Civ. P. Rule 65 should not be entered, pending
final determination of this action, restraining and enjoining Defendant Oxysure Systems, Inc.
("Oxysure") from:

- i) honoring any conversion requests submitted by any holder of any Oxysure Series C, D or E Convertible Preferred Stock or any convertible note or other convertible security issued after December 26, 2013 and containing a variable conversion price; and
 - ii) issuing or releasing from escrow any variable rate securities or securities which otherwise violate the terms of the Securities Purchase Agreement and the Certificate of Designation governing the Oxysure Series B Convertible Preferred Stock owned by Alpha Capital; and
 - iii) issuing any securities for less than the amount set forth in Section 4.13 of the Securities Purchase Agreement; and
 - iv) entering into any Subsequent Financing in violation of Alpha Capital's right to participate therein in accordance with Section 4.17 of the Securities Purchase Agreement.
-

Sufficient cause appearing therefor, it is

Ordered that pending the hearing on the preliminary injunction motion Oxysure is hereby enjoined and restrained from:

- i) honoring any conversion requests submitted by any holder of any Oxysure Series C, D or E Convertible Preferred Stock or any convertible note or

other convertible security issued after December 26, 2013 and containing a variable conversion price; and

ii) issuing or releasing from escrow any variable rate securities or securities which otherwise violate the terms of the Securities Purchase Agreement and the Certificate of Designation governing the Oxysure Series B Convertible Preferred Stock owned by Alpha Capital; and it is further

Ordered that answering papers, if any, must be served on Kenneth A. Zitter, Esq., 260 Madison Avenue, 18th Floor, New York, New York 10016 at least three days prior to the return date hereof; and it is further,

Ordered that service of the Order to Show Cause, together with the papers upon which it is based, and the Summons and Complaint, by overnight federal express to Oxysure Systems, Inc., 880 John W. Elliott Drive, Suite 600, Frisco, TX 75033, Att: Julian T. Ross, Chief Executive Officer, President, Chief Financial Officer, and Secretary, Adar Bays LLC, 3411 Indian Creek Drive, Miami Beach FL, 33140, Union Capital LLC, 338 Crown Street, Brooklyn, NY 11225, JSJ Investments, LLC, 6060 North Central Expressway, Suite 500, Dallas TX 75206, Group 10 Holdings, LLC, 11 Island Avenue #1108, Miami Beach FL 33139 and Macallan Partners, LLC, 245 Main Street, Suite 302, White Plains, NY 10601 such mailing to take place on or before July , 2015, be deemed good and sufficient service.

Dated: New York, New York
July , 2015

ENTER:

U.S.D.J.